

Constitution and Bylaws

DRAFT – PENDING CONGREGATIONAL APPROVAL

Approved with edits by Council 11/18/21; Revision to 14.01. approved 1/20/22

Target Congregational Vote February 20, 2022

***PREAMBLE**

We, baptized members of the Church of Christ, responding in faith to the call of the Holy Spirit through the Gospel, desiring to unite to preach the Word, administer the sacraments, and carry out God's mission, do hereby adopt this constitution and solemnly pledge ourselves to be governed by its provisions. In the name of the Father and of the Son and of the Holy Spirit.

Chapter 1. NAME AND INCORPORATION

1.01. The name of this congregation shall be Roseville Lutheran Congregation.

1.02. For the purpose of this constitution and the accompanying bylaws, the congregation of Roseville Lutheran Congregation is hereinafter designated as "this congregation."

1.11. This congregation is incorporated under the laws of the State of Minnesota.

Chapter 2. CONFESSION OF FAITH

***2.01.** This congregation confesses the Triune God, Father, Son, and Holy Spirit.

***2.02.** This congregation confesses Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe.

a. Jesus Christ is the Word of God incarnate, through whom everything was made and through whose life, death, and resurrection God fashions a new creation.
b. The proclamation of God's message to us as both Law and Gospel is the Word of God, revealing judgment and mercy through word and deed, beginning with the Word in creation, continuing in the history of Israel, and centering in all its fullness in the person and work of Jesus Christ.
c. The canonical Scriptures of the Old and New Testaments are the written Word of God. Inspired by God's Spirit speaking through their authors, they record and announce God's revelation centering in Jesus Christ. Through them God's Spirit speaks to us to create and sustain Christian faith and fellowship for service in the world.

***2.03.** This congregation accepts the canonical Scriptures of the Old and New Testaments as the inspired Word of God and the authoritative source and norm of its proclamation, faith, and life.

***2.04.** This congregation accepts the Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of this congregation.

***2.05.** This congregation accepts the Unaltered Augsburg Confession as a true witness to the Gospel, acknowledging as one with it in faith and doctrine all churches that likewise accept the teachings of the Unaltered Augsburg Confession.

***2.06.** This congregation accepts the other confessional writings in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith of the Church.

***2.07.** This congregation confesses the Gospel, recorded in the Holy Scripture and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God's mission in the world.

Chapter 3. NATURE OF THE CHURCH

***3.01.** All power in the Church belongs to our Lord Jesus Christ, its head. All actions of this congregation are to be carried out under his rule and authority.

***3.02.** This church confesses the one, holy, catholic, and apostolic Church and is resolved to serve Christian unity throughout the world.

***3.03.** The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations. The Evangelical Lutheran Church in America, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of saints; in breadth, it expresses the fellowship of believers and congregations in our day.

***3.04.** This church, inspired and led by the Holy Spirit, participates in The Lutheran World Federation as a global communion of churches, engaging in faithful witness to the gospel of Jesus Christ and in service for the sake of God's mission in the world.

***3.05.** The name Evangelical Lutheran Church in America (ELCA or "this church") as used herein refers in general reference to this whole church, including its three expressions: congregations, synods, and the churchwide organization. The name Evangelical Lutheran Church in America is also the name of the corporation of the churchwide organization to which specific references may be made herein.

Chapter 4. STATEMENT OF PURPOSE

***4.01.** The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.

***4.02.** To participate in God's mission, this congregation as a part of the Church shall:

a. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, and service.
b. Proclaim God's saving Gospel of justification by grace for Christ's sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
c. Carry out Christ's Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all.
d. Serve in response to God's love to meet human needs, caring for the sick and the aged, advocating dignity and justice for all people, working for peace and reconciliation among the nations, standing with the poor and powerless, and committing itself to their needs.
e. Nurture its members in the Word of God so as to grow in faith and hope and love, to see daily life as the primary setting for the exercise of their Christian calling, and to use the gifts of the Spirit for their life together and for their calling in the world.
f. Manifest the unity given to the people of God by living together in the love of Christ and by joining with other Christians in prayer and action to express and preserve the unity which the Spirit gives.

***4.03.** To fulfill these purposes, this congregation shall:

a. Provide services of worship at which the Word of God is preached and the sacraments are administered.
b. Provide pastoral care and assist all members to participate in this ministry.
c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
d. Teach the Word of God.
e. Witness to the reconciling Word of God in Christ, reaching out to all people.
f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
g. Motivate its members to provide financial support for this congregation's ministry and the ministry of the other expressions of the Evangelical Lutheran Church in America.

h. Foster and participate in interdependent relationships with other congregations, the synod, and the churchwide organization of the Evangelical Lutheran Church in America.
i. Foster and participate in ecumenical relationships consistent with churchwide policy.

***4.04.** This congregation shall develop an organizational structure to be described in the bylaws. The Congregational Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational group and shall review their actions.

***4.05.** This congregation shall adopt and periodically review a mission statement which will provide specific direction for its programs.

***4.06.** References herein to the nature of the relationship between the three expressions of this church—congregations, synods, and the churchwide organization—as being interdependent or as being in a partnership relationship describe the mutual responsibility of these expressions in God's mission and the fulfillment of the purposes of this church as described in this chapter, and do not imply or describe the creation of partnerships, co-ventures, agencies, or other legal relationships recognized in civil law.

Chapter 5. POWERS OF THE CONGREGATION

***5.01.** The powers of this congregation are those necessary to fulfill its purpose.

***5.02.** The powers of this congregation are vested in the Congregational Meeting called and conducted as provided in this constitution and bylaws.

***5.03.** Only such authority as is delegated to the Congregational Council or other organizational units in this congregation's governing documents is recognized. All remaining authority is retained by this congregation. This congregation is authorized to:

a. call a pastor as provided in Chapter 9;
b. terminate the call of a pastor as provided in Chapter 9;
c. call a minister of Word and Service;
d. terminate the call of a minister of Word and Service in conformity with the constitution of the Evangelical Lutheran Church in America;
e. adopt amendments to the constitution, as provided in Chapter 16, amendments to the bylaws, as specified in Chapter 17, and continuing resolutions, as provided in Chapter 18;
f. approve the annual budget;
g. acquire real and personal property by gift, devise, purchase, or other lawful means;
h. hold title to and use its property for any and all activities consistent with its purpose;
i. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
j. elect its officers and Congregational Council, and require them to carry out their duties in accordance with the constitution, bylaws and continuing resolutions; and
k. terminate its relationship with the ELCA as provided in Chapter 6.

***5.04.** This congregation shall elect from among its voting members laypersons to serve as voting members of the Synod Assembly as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. The number of persons to be elected by this congregation and other qualifications shall be as prescribed in guidelines established by the Saint Paul Area Synod of the Evangelical Lutheran Church in America.

5.05. This congregation shall have an endowment fund.

5.05.01 This congregation has established in its records a separate fund, which shall be known as the Roseville Lutheran Church Endowment Fund (the "Endowment Fund"). The purpose of the Endowment Fund is to enhance the ministry and outreach of this congregation.

5.05.02 The Endowment Fund shall be overseen by an Endowment Committee.

5.05.03 Gifts designated for the Endowment Fund will be deposited in the Endowment Fund. Undesignated gifts and bequests received by this congregation may be deposited in the Endowment Fund at the discretion of the Congregational Council.

5.05.04 Grant requests that are approved by the Congregational Council will be funded by the Endowment Fund's investment income. No grant may be approved by the Congregational Council which has not been recommended by the Endowment Committee. However, distribution of all accumulated income need not occur annually in the event grants have not been approved by the Congregational Council or if the Committee members make a specific finding that disbursement of all income during a year is not wise or prudent.

5.05.05 The Endowment Fund principal shall remain inviolate, unless circumstances deem the use of these funds necessary to ensure the viability of this congregation—by spending all or part of the principal, borrowing from the principal, or pledging the principal to secure a loan. An emergency recommendation to use endowment funds for purposes other than grants (as outlined above) must be approved by a vote of two-thirds of the Congregational Council and specifically authorized by a vote of two-thirds of those voting members present and voting at a meeting of this congregation.

Chapter 6. CHURCH AFFILIATION

***6.01.** This congregation shall be an interdependent part of the Evangelical Lutheran Church in America or its successor, and of the Saint Paul Area Synod of the Evangelical Lutheran Church in America. This congregation is subject to the discipline of the Evangelical Lutheran Church in America.

***6.02.** This congregation accepts the Confession of Faith and agrees to the purposes of the Evangelical Lutheran Church in America and shall act in accordance with them.

***6.03.** This congregation acknowledges its relationship with the Evangelical Lutheran Church in America in which:

a. This congregation agrees to be responsible for its life as a Christian community.
b. This congregation pledges its financial support and participation in the life and mission of the Evangelical Lutheran Church in America.
c. This congregation agrees to call pastoral leadership from the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop of the synod. These special circumstances are limited either to calling a candidate approved for the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or to contracting for pastoral services with a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion.
d. This congregation agrees to consider ministers of Word and Service for call to other staff positions in this congregation according to the procedures of the Evangelical Lutheran Church in America.
e. This congregation agrees to file this constitution and any subsequent changes to this constitution with the synod for review to ascertain that all of its provisions are in agreement with the constitution and bylaws of the Evangelical Lutheran Church in America and with the constitution of the synod.

***6.04.** Affiliation with the Evangelical Lutheran Church in America is terminated as follows:

a. This congregation takes action to dissolve.
b. This congregation ceases to exist.
c. This congregation is removed from membership in the Evangelical Lutheran Church in America according to the procedures for discipline of the Evangelical Lutheran Church in America or in accordance with provision 9.23. of the constitution and bylaws of the Evangelical Lutheran Church in America.

d. The Saint Paul Area Synod takes charge and control of the property of this congregation to hold, manage, and convey the same on behalf of the synod pursuant to †S13.24. of the synod constitution. This congregation shall have the right to appeal the decision to the next Synod Assembly.
e. This congregation follows the procedures outlined in *6.05.

***6.05.** This congregation may terminate its relationship with the Evangelical Lutheran Church in America by the following procedure:

a. A resolution indicating the intent to terminate its relationship must be adopted at two legally called and conducted special meetings of this congregation by a two-thirds vote of the voting members present at each meeting. The first such meeting may be held no sooner than 30 days after written notice of the meeting is received by the bishop of the synod, during which time this congregation shall consult with the bishop and the bishop's designees, if any. The times and manner of the consultation shall be determined by the bishop in consultation with the Congregational Council. Unless he or she is a voting member of this congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the first meeting.
b. Within 10 days after the resolution has been voted upon at the first meeting, the secretary of this congregation shall submit a copy of the resolution to the bishop, attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, and shall send copies of the resolution and certification to voting members of this congregation.
c. If the resolution was adopted by a two-thirds vote of the voting members present at the first meeting, the bishop of the synod and this congregation shall continue in consultation, as specified in paragraph a. above, during a period of at least 90 days after receipt by the bishop of the attestation and certification as specified in paragraph b. above.
d. If this congregation, after such consultation, is still considering termination of its relationship with this church, such action may be taken at a legally called and conducted special meeting by a two-thirds vote of the voting members present. Notice of the second meeting shall be sent to all voting members and to the bishop at least 10 days in advance of the meeting. Unless he or she is a voting member of this congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the second meeting.
e. Within 10 days after the resolution has been voted upon, the secretary of this congregation shall submit a copy of the resolution to the bishop, attesting that the second special meeting was legally called and conducted and certifying the outcome of the vote, and shall send copies of the resolution and certification to the voting members of the congregation. If the resolution was adopted by a two-thirds vote of the voting members present at the second meeting, the relationship between the congregation and this church shall be terminated subject to Synod Council approval as required by paragraphs f. and g. below.
f. Unless this notification to the bishop also certifies that this congregation has voted to affiliate with another Lutheran denomination, this congregation shall be deemed an independent or non-Lutheran church, in which case *7.04. shall apply.
g. This congregation shall abide by these covenants by and among the three expressions of this church:

    1) Congregations seeking to terminate their relationship with this church which fail or refuse to comply with each of the foregoing provisions in *6.05. shall be required to receive Synod Council approval before terminating their membership in this church.
    2) Congregations which had been members of the Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in *6.05., to receive synod approval before terminating their membership in this church.
    3) Congregations established by the Evangelical Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in *6.05., to satisfy all financial obligations to this church and receive Synod Council approval before terminating their membership in this church.

h. If this congregation fails to achieve the required two-thirds vote of voting members present at this congregation's first meeting as specified in paragraph a. above or fails to achieve the required two-thirds vote of voting members present at this congregation's second meeting as specified in paragraph d. above, another attempt to consider termination of relationship with this church must follow all requirements of *6.05. and may begin no sooner than six months after the meeting at which the two-thirds vote was not achieved.

***6.06.** If this congregation considers relocation, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is taken.

***6.07.** If this congregation considers developing an additional site to be used regularly for worship, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action.

Chapter 7. PROPERTY OWNERSHIP

***7.01.** If this congregation ceases to exist, title to undisposed property shall pass to The Saint Paul Area Synod of the Evangelical Lutheran Church in America.

***7.02.** If this congregation is removed from membership in the Evangelical Lutheran Church in America according to its procedure for discipline or pursuant to 9.23. of the constitution and bylaws of the Evangelical Lutheran Church in America, title to property shall continue to reside in this congregation.

***7.03.** If the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to transfer to another Lutheran church body, title to property shall continue to reside in this congregation, provided the process for termination of relationship in *6.05. has been followed. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of The Saint Paul Area Synod .

***7.04.** If the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to become independent or relate to a non-Lutheran church body and have followed the process for termination of relationship in *6.05., title to property of this congregation shall continue to reside in this congregation only with the consent of the Synod Council. The Synod Council, after consultation with this congregation by the process established by the synod, may give approval to the request to become independent or to relate to a non-Lutheran church body, in which case title shall remain with the majority of this congregation. If the Synod Council fails to give such approval, title shall remain with those members who desire to continue as a congregation of the Evangelical Lutheran Church in America. In neither case does title to this congregation's property transfer to the synod

***7.05.** Notwithstanding the provisions of *7.02. and *7.03. above, where this congregation has received property from the synod pursuant to a deed or other instrument containing restrictions under provision 9.71.a. of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*, this congregation accepts such restrictions and:

a. Shall not transfer, encumber, mortgage, or in any way burden or impair any right, title, or interest in the property without prior approval of the Synod Council.
b. Shall—upon written demand by the Synod Council, pursuant to †S13.23. of the constitution of The Saint Paul Area Synod —reconvey and transfer all right, title, and interest in the property to the synod.

Chapter 8. MEMBERSHIP

***8.01.** Members of this congregation shall be those baptized persons on the roll of this congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.

***8.02.** Members shall be classified as follows:

a. ***Baptized*** members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
b. ***Confirmed*** members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
c. ***Voting*** members are confirmed members. Such confirmed members, during the current or preceding calendar year, shall have communed in this congregation and shall have made a contribution of record to this congregation. Members of this congregation who have satisfied these basic standards shall have the privilege of voice and vote at every regular and special meeting of this congregation as well as the other rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws. They shall not have voted as a seasonal member of another congregation of this church in the previous two calendar months.
d. ***Associate*** members are persons holding membership in other ELCA congregations who wish to retain such membership but desire to participate in the life and mission of this congregation. These individuals have all the privileges and duties of membership except voting rights or other rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws.
e. ***Seasonal*** members are voting members of other congregations of this church who wish to retain such membership but desire to participate in the life and mission of this congregation, including exercising limited voting rights in this congregation. The Congregational Council may grant seasonal membership to such persons provided that this congregation is a member of a synod where the Synod Council has approved seasonal members voting on its territory. Such seasonal members shall have all the privileges and duties of voting members except that:

    1) they shall not be eligible for elected office in, or for membership on the Congregational Council or on a call committee of, this congregation;
    2) they shall not have the right to vote on any matter concerning or affecting the call or termination of call of any minister of this congregation;
    3) they shall not have the right to vote on any matter concerning or affecting the affiliation of this congregation with this church;
    4) they shall not be eligible to serve as voting members from this congregation of the Synod Assembly or the Churchwide Assembly;
    5) they shall not, even if otherwise permitted by this congregation, vote by proxy or by absentee ballot; and
    6) they shall not, within any two-calendar-month period, exercise voting rights in this congregation and in the congregation where they remain voting members.

8.02.01 This congregation does not recognize seasonal members.

***8.03.** All applications for confirmed membership shall be submitted to and shall require the approval of the Congregational Council.

***8.04.** It shall be the privilege and duty of members of this congregation to:

a. make regular use of the means of grace, both Word and sacraments;
b. live a Christian life in accordance with the Word of God and the teachings of the Lutheran church; and
c. support the work of this congregation, the synod, and the churchwide organization of the Evangelical Lutheran Church in America through contributions of their time, abilities, and financial support as biblical stewards.

***8.05.** Membership in this congregation shall be terminated by any of the following:

a. death;
b. resignation;
c. transfer or release;
d. disciplinary action in accordance with Chapter 20 of the constitution and bylaws of the Evangelical Lutheran Church in America; or
e. removal from the roll due to inactivity in accordance with the provisions of this constitution and its bylaws.

Such persons who have been removed from the roll of members shall remain persons for whom the Church has a continuing pastoral concern.

8.05.01 A confirmed member who, in the judgment of the Congregational Council, does not partake of Holy Communion for a period of one year or who does not contribute to the congregational treasury according to the Congregation's records for a period of one year, shall be classified as inactive. A confirmed member who has been classified as inactive shall be requested in writing by the President of the Congregation to reaffirm their desire to retain membership. Those who fail to reply within ninety (90) days shall be presumed to no longer desire membership and shall lose the right to vote, and membership shall be terminated in the Congregation. Those who reaffirm their desire to retain membership shall be reclassified as active members.

Chapter 9. ROSTERED MINISTER

***9.01.** Authority to call a pastor shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by the Congregational Council to recommend the call, shall seek the advice and help of the bishop of the synod.

***9.02.** Only a member of the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Sacrament who has been recommended for this congregation by the synod bishop may be called as a pastor of this congregation.

***9.03.** Consistent with the faith and practice of the Evangelical Lutheran Church in America,

a. Every minister of Word and Sacrament shall:

1) preach the Word;
2) administer the sacraments;
3) conduct public worship;
4) provide pastoral care;
5) seek out and encourage qualified persons to prepare for the ministry of the Gospel;
6) impart knowledge of this church and its wider ministry through available channels of effective communication;
7) witness to the Kingdom of God in the community, in the nation, and abroad; and
8) speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God’s love for the world.

b. Each pastor with a congregational call shall, within the congregation:

1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
2) relate to all schools and organizations of this congregation;
3) install regularly elected members of the Congregational Council;
4) with the council, administer discipline;
5) endeavor to increase the support given by the congregation to the work of the churchwide organization and of The Saint Paul Area Synod ; and

6) encourage adherence to covenantal relationship with this church as expressed in the Constitutions, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America.

***9.04.** The specific duties of the pastor, compensation, and other matters pertaining to the service of the pastor shall be included in a letter of call, which shall be attested by the bishop of the synod.

***9.05.** The provisions for termination of the mutual relationship between a minister of Word and Sacrament and this congregation shall be as follows:

a. The call of this congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by the pastor's death or, following consultation with the synod bishop, for the following reasons:

1) mutual agreement to terminate the call or the completion of a call for a specific term;
2) resignation of the pastor, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
3) inability to conduct the pastoral office effectively in this congregation in view of local conditions;
4) physical disability or mental incapacity of the pastor;
5) suspension of the pastor through discipline for more than three months;
6) resignation or removal of the pastor from the roster of Ministers of Word and Sacrament of this church;
7) termination of the relationship between this church and this congregation;
8) dissolution of this congregation or the termination of a parish arrangement; or
9) suspension of this congregation through discipline for more than six months.

b. When allegations of physical disability or mental incapacity of the pastor under paragraph a.4) above, or ineffective conduct of the pastoral office under paragraph a.3) above, have come to the attention of the bishop of this synod,

1) the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregational Council or by a petition signed by at least one-third of the voting members of this congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.

c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the pastor's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the pastorate vacant. When the pastorate is declared vacant, the Synod Council shall list the pastor on the roster of Ministers of Word and Sacrament with disability status. Upon removal of the disability and the restoration of the pastor to health, the bishop shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another appropriate call.

d. In the case of alleged local difficulties that imperil the effective functioning of this congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the pastor and then to this congregation. The recommendations of the bishop's committee must address whether the pastor's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by this congregation and by the pastor, if appropriate. If the pastor and congregation agree to carry out such recommendations, no further action need be taken by the synod.

e. If either party fails to assent to the recommendations of the bishop's committee concerning the pastor's call, this congregation may dismiss the pastor only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and

voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.

f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for discipline, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.

***9.06.** At a time of pastoral vacancy, an interim pastor shall be appointed by the bishop of the synod with the consent of this congregation or the Congregational Council.

***9.07.** During the period of service, an interim pastor shall have the rights and duties in this congregation of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the bishop of the synod and this congregation or Congregational Council. The interim pastor and any rostered minister providing assistance shall refrain from exerting influence in the selection of a pastor. Unless previously agreed upon by the Synod Council, an interim pastor is not available for a regular call to the congregation served.

***9.08.** This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting.

***9.09.** When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call and to be drafted in consultation involving the pastors, the Congregational Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.

***9.11.** With the approval of the bishop of the synod, this congregation may depart from *9.05.a. and call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the pastor and representatives of this congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of *9.05.a.

***9.12.** The pastor of this congregation:

a. shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from this congregation;
b. shall submit a summary of such statistics annually to the synod; and
c. shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the pastor shall hold membership in one of the congregations.

***9.13.** The pastor(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.

***9.14.** The parochial records of this congregation shall be maintained by the pastor and shall remain the property of this congregation. The secretary of this congregation shall attest in writing to the bishop of this synod that such records have been placed in his or her hands in good order by a departing pastor before the installation of that pastor in another call or approval of a request for change in roster status.

***9.15.** Under special circumstances, subject to the approval of the synod bishop and the concurrence of this congregation, a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion may serve temporarily as pastor of this congregation under a contract between this congregation and the pastor in a form proposed by the synod bishop and approved by this congregation.

***9.21.** Authority to call a deacon shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a

committee elected by the Congregational Council to recommend the call, shall seek the advice and help of the bishop of the synod.

***9.22.** Only a member of the roster of Ministers of Word and Service of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Service who has been recommended for this congregation by the synod bishop may be called as a deacon of this congregation.

***9.23.** Consistent with the faith and practice of the Evangelical Lutheran Church in America, every minister of Word and Service shall:

a. Be rooted in the Word of God, for proclamation and service;
b. Advocate a prophetic diakonia that commits itself to risk-taking and innovative service on the frontiers of the Church's outreach, giving particular attention to the suffering places in God's world;
c. Speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world, witnessing to the realm of God in the community, the nation, and abroad;
d. Equip the baptized for ministry in God's world that affirms the gifts of all people;
e. Encourage mutual relationships that invite participation and accompaniment of others in God's mission;
f. Practice stewardship that respects God's gift of time, talents, and resources;
g. Be grounded in a gathered community for ongoing diaconal formation;
h. Share knowledge of this church and its wider ministry of the gospel and advocate for the work of all expressions of this church; and
i. Identify and encourage qualified persons to prepare for ministry of the gospel.

***9.24.** The specific duties of the deacon, compensation, and other matters pertaining to the service of the deacon shall be included in a letter of call, which shall be attested by the bishop of the synod.

***9.25.** The provisions for termination of the mutual relationship between a minister of Word and Service and this congregation shall be as follows:

a. The call of this congregation, when accepted by a deacon, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by the deacon's death or, following consultation with the synod bishop, for the following reasons:

    1) mutual agreement to terminate the call or the completion of a call for a specific term;
    2) resignation of the deacon, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
    3) inability to conduct the ministry of Word and Service effectively in this congregation in view of local conditions;
    4) physical disability or mental incapacity of the deacon;
    5) suspension of the deacon through discipline for more than three months;
    6) resignation or removal of the deacon from the roster of Ministers of Word and Service of this church;
    7) termination of the relationship between this church and this congregation;
    8) dissolution of this congregation or the termination of a parish arrangement; or
    9) suspension of this congregation through discipline for more than six months.

b. When allegations of physical disability or mental incapacity of the deacon under paragraph a.4) above, or ineffective conduct of the office of minister of Word and Service under paragraph a.3) above, have come to the attention of the bishop of this synod,

    1) the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
    2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregational Council or by a petition signed by at least one-third of

the voting members of this congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.

c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the deacon's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the position vacant. When the position is declared vacant, the Synod Council shall list the deacon on the roster of Ministers of Word and Service with disability status. Upon removal of the disability and the restoration of the deacon to health, the bishop shall take steps to enable the deacon to resume the ministry, either in the congregation last served or in another appropriate call.
d. In the case of alleged local difficulties that imperil the effective functioning of this congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the deacon and then to this congregation. The recommendations of the bishop's committee must address whether the deacon's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by this congregation and by the deacon, if appropriate. If the deacon and congregation agree to carry out such recommendations, no further action need be taken by the synod.
e. If either party fails to assent to the recommendations of the bishop's committee concerning the deacon's call, this congregation may dismiss the deacon only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for discipline, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.

***9.26.** This congregation shall make satisfactory settlement of all financial obligations to a former deacon before calling a successor. A deacon shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting.

***9.27.** When a deacon is called to serve in company with another rostered minister or other rostered ministers, the privileges and responsibilities of each rostered minister shall be specified in documents to accompany the call and to be drafted in consultation involving the rostered ministers, the Congregational Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.

***9.28.** With the approval of the bishop of the synod, this congregation may depart from *9.25.a. and call a deacon for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the deacon and representatives of this congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of *9.25.a.

***9.29.** The deacon shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the deacon shall hold membership in one of the congregations.

***9.31.** The deacon(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.

Chapter 10. CONGREGATIONAL MEETING

10.01. This congregation shall have one regular annual meeting per year at a time specified in the bylaws, consistent with the laws of the State of Minnesota.

10.01.01 The fiscal year of this congregation shall be from July 1 through June 30.

10.01.02 The annual meeting of this congregation will be held between June 1 and September 30 on a date and at a time designated by the Congregational Council.

10.02. A special Congregational Meeting may be called by the senior pastor, the Congregational Council, or the president of this congregation, and shall be called by the president of this congregation upon the written request of 50 voting members. The president of the Congregational Council shall call a special meeting upon request of the synod bishop. The call for each special meeting shall specify the purpose for which it is to be held, and no other business shall be transacted.

10.03. Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail or electronic means, as permitted by state law, to all voting members at least 10 calendar days in advance of the date of the meeting.

10.04. A minimum of 100 voting members shall constitute a quorum.

10.06. All actions approved by this congregation shall be by majority vote of those voting members present and voting, except as otherwise provided in this constitution or by state law.

10.07. *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

Chapter 11. OFFICERS

11.01 Three Executive Officers of this congregation shall include a President, President-Elect and Finance Committee Chair, and Vice President and Secretary.

a. Duties of the Executive Officers shall be specified in the bylaws.
b. The Executive Officers shall be voting members of this congregation and 21 years old or older.
c. The Executive Officers of this congregation shall serve similar offices on the Congregational Council ("Council") and shall be voting members of the Council.

11.02. The Executive Officers shall each serve in their respective positions for a term of one year. Each year, at the time specified in the bylaws, the President-Elect and Finance Committee Chair ("President-Elect") shall assume the office of President, and the Vice President and Secretary ("Vice President") shall assume the office of President-Elect and Finance Committee Chair. A Vice President shall be elected each year by a majority vote of this congregation at its regular annual meeting.

11.02.01 The term of office for each Executive Officer shall begin at midnight on the thirty-first of August in the year the term commences and shall expire at midnight on the thirty-first day of August in the year in which the term concludes.

11.02.02 The President shall not be eligible for a period of two years to serve as a Council member or as an Executive Officer after the expiration of their term as President.

11.02.03 If a vacancy occurs in an Executive Officer's position, within 60 days of the position becoming vacant the Council will, by majority vote, fill the vacancy for the remaining portion of the term with a person who meets the eligibility requirements outlined in 11.01. The person appointed to the Executive Officer position cannot move into the next Executive Officer position in the progression or stay in their current Officer position for a second year without first receiving a nomination from the Nominating Committee, approval by the Council and approval by written ballot by a majority vote of this congregation at its regular annual meeting.

11.02.04 An Executive Officer who is absent from three consecutive regular Council meetings or Executive Committee meetings without an excuse acceptable to the other three members of the Executive Committee shall forfeit their office.

11.02.05 An Executive Officer's position shall be declared vacant if the Executive Officer ceases to be a voting member of this congregation.

11.03 No Executive Officer shall hold more than one Executive Officer position at the same time or hold an Executive Officer and a Council position at the same time.

11.04 The duties of the Executive Officers shall include the following.

11.04.01 The **President** shall prepare the agenda for, and preside over, the business meetings of this congregation, the Executive Committee, and the Council. The President shall be an ex officio non-voting member of all committees and organizations of this congregation. Each year the President shall appoint one Council member to be a liaison to and non-voting member of each of the key ministry teams and committees.

11.04.02 The **President-Elect** shall assist the President in preparing the agenda for Council meetings and in carrying out the President's duties, together with such other duties as the President may assign. The President-Elect shall be the chair and a non-voting member of the Finance Committee. The President-Elect will assist the Treasurer and the Finance Committee to prepare the annual plan budget and shall oversee the periodic financial audits (internal or external). The President-Elect shall assume the duties of the President during the absence or disqualification of the President.

11.04.03 The **Vice President** shall be responsible for keeping the minutes and other accurate records of this congregation as well as the minutes of Council business meetings. Copies of the Council meeting minutes shall be made available upon request to this congregation following each meeting. The Vice President shall, in cooperation with the senior pastor, preserve this congregation's archives. The Vice President shall, whenever requested by the Council or this congregation, provide the President with a current alphabetical listing of the members of this congregation. The Vice President is a non-voting member of the Nominating Committee.

Chapter 12. CONGREGATIONAL COUNCIL

12.01. The voting membership of the Council shall consist of the Executive Officers and six Representatives of this congregation. Any voting member of this congregation who is 18 years old or older may be elected as a Council Representative, subject only to the limitation on the length of continuous service permitted in that office. The pastor(s) shall be ex officio non-voting members of the Council.

12.02. Council Representatives shall be elected at the annual meeting of this congregation.

12.02.01 Council Representatives shall serve two-year terms, beginning at midnight August 31 in the year elected and ending at midnight on August 31 two years hence. A Council Representative may serve a maximum of two consecutive two-year terms, providing a second term is recommended by the Nominating Committee, approved by the Council and approved by a majority vote of this congregation at its regular annual meeting. Upon completion of their elected term(s), they are ineligible to serve as Council Representative for two years; they are, however, immediately eligible for nomination as an Executive Officer or to committee leadership.

12.03. Should a Representative's place on the Council be declared vacant, the Council shall elect, by majority vote, a successor who will serve until the next annual meeting of the congregation.

12.03.01 If the unexpired term is one year or less, the person appointed shall be considered not to have served a two-year term and shall be eligible to serve two full two-year terms after the expiration of the appointed term. If the unexpired term is more than a year, the person

appointed shall be considered to have served a two-year term and is eligible to serve only one two-year term after the expiration of the appointed term.

12.03.02 A Representative's position on the Council shall be declared vacant if the representative a) ceases to be a voting member of this congregation, b) resigns, or c) is absent for four consecutive regular meetings without an excuse acceptable to the Council. The Vice President will notify the President if this situation occurs.

12.04. The Council shall have general oversight of the life and activities of this congregation, and in particular its worship life, to the end that everything be done in accordance with the Word of God and the faith and practice of the Evangelical Lutheran Church in America. The duties of the Council shall be specified in the bylaws.

12.04.01 The duties of the Council shall include the following:

a. To lead this congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission, vision and values.
b. To seek to involve all members of this congregation in worship, learning, witness, service, and support.
c. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
d. To maintain supportive relationships with the pastors and staff and help them annually to evaluate the fulfillment of their calling or employment.
e. To exemplify, as individuals and as a group, the values and behaviors of baptized Christians.
f. To promote a congregational climate of peace and goodwill and to engage in discussion as differences and conflicts arise in order to work toward mutual understanding and to strive for consensus in decision making before bringing matters to this congregation.
g. To arrange for pastoral service during the sickness or absence of the pastor.
h. To emphasize support of the synod and churchwide organization of the Evangelical Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.
i. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
j. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.

12.05. The Council shall be responsible for the financial and property management matters of this congregation as specified in the bylaws.

12.05.01 The duties of the Council regarding financial and property management matters of this congregation shall include the following:

a. The Council shall be responsible for maintaining and protecting its property and managing its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Minnesota, except as otherwise provided herein.
b. The Council shall not have the authority to buy, sell, or encumber real property unless: (1) specifically authorized to do so by a vote of at least two-thirds of those voting members present and voting at a meeting of this congregation; or (2) the real property was gifted to the congregation and then provisions in the Finance Policy and Procedure Manual shall apply.
c. In the event unforeseen needs arise, review and approval of expenditures outside the approved fiscal year plan budget are as follows:

Unbudgeted expense item	Required approval

Up to $5,000	Senior pastor
$5,001 to $100,000	Finance Committee (with advice to Council)
$100,001 to $200,000	Council (per Finance Comm. recommendation)
>$200,001	Congregation, at called meeting

d. The Finance Committee shall review and approve an annual budget prepared by the staff before presenting it for approval by the Council and, if approved by the Council, for adoption by a majority vote of those voting members present and voting at a meeting of this congregation and shall supervise the expenditure of funds in accordance therewith following its adoption. The budget shall include this congregation's full indicated share in support of the wider ministry being carried out in collaboration with the synod and churchwide organization.
e. The Congregational Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of mission support monies to the synod treasurer.
f. The Council shall be responsible for this congregation's investments and its total insurance program.
g. The Council shall be responsible for oversight of the Finance Committee.

12.06. The Council shall see that the provisions of this constitution, its bylaws, and the continuing resolutions are carried out.

12.07. The Council shall provide for an annual review of the membership roster.

12.08. The Council shall be responsible for the employment and supervision of the staff of this congregation. Senior pastor shall keep Council informed of all hires and terminations. Nothing in this provision shall be deemed to affect this congregation's responsibility for the call, terms of call, or termination of call of any employees who are on a roster of this church.

12.09. The Council shall submit a comprehensive report to this congregation at the annual meeting.

12.11. The Council shall normally meet once a month. Special meetings of the Council may be called by the pastor or the president, and shall be called by the president at the request of at least one-half of Council members. Notice of each special meeting shall be given to all who are entitled to be present.

12.11.01 Any voting member of this congregation may attend a regular Council meeting but shall have no voice and no voting rights.

12.12. A quorum for the transaction of business shall consist of a majority of Council members, inclusive of the senior pastor or associate pastor, except when the senior pastor or the associate pastor requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, which shall be the only business considered at that meeting. Chronic or repeated absence of the senior pastor or associate pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Council, following consultation with the synod bishop.

Chapter 13. CONGREGATIONAL COMMITTEES

13.01. The **Executive Committee** shall include the Executive Officers and the senior pastor.

13.01.01 Meetings of the Executive Committee may be called by the President, any two of its members or the senior pastor. The duties and functions of the Executive Committee shall include:

a. To assist in the conducting of business of this congregation as may be necessary between meetings of the Council, provided that all actions of the Executive Committee shall be subject to review and approval or reversal by the Council except duties and responsibilities delegated to it by the Council.
b. To review the agenda and issues in preparation for the Council meetings and make recommendations to the Council as it deems appropriate.
c. To review and approve the performance review of the senior pastor prepared by the President.

13.02. The **Nominating Committee** shall have four voting members elected by majority vote at the annual meeting. The Vice President is an ex officio, non-voting member of this committee.

13.02.01 Each voting member shall serve two years, beginning at midnight August 31 in the year elected and ending at midnight on August 31 two years hence. Terms shall be staggered such that two Committee members are elected at each year.

a. The two committee members in their second year of service will co-chair the Nominating Committee.

13.02.02 The Nominating Committee will solicit candidates for the following positions annually:

a. Vice President (1 nominee)
b. Council Representatives (3 nominees)
c. Nominating Committee members (2 nominees)
d. Finance Committee member (1 nominee)
e. Endowment Committee members (3 nominees)
f. Any positions which may be open due to a previously-elected person's inability to complete their term
g. Other lay leadership roles, such as non-elected committee chairs or members, upon request of the President and Council

13.02.03 The Nominating Committee shall submit all nominees for elected positions to the President for Council approval no fewer than 60 days prior to the regular annual meeting.

a. If at that time the committee is unable to recruit a willing candidate for any open position, the committee will work with Council to appoint a nominee to complete the ballot prior to the annual meeting.
b. If prior to the annual meeting a candidate withdraws, dies, becomes disabled or is disqualified, the Council shall appoint a new nominee to complete the ballot.

13.02.04 This congregation will be informed of all nominees for elected positions at least 30 days prior to the annual meeting, together with biographical information.

13.02.05 Additional nominations for elected positions may be made by petition to the Vice President no fewer than 15 days prior to a congregational vote at the regular annual meeting. The candidate must be a voting member willing to accept the position if elected, and the petition must include the candidate's biographical information and signatures of at least 25 voting members of this congregation.

13.03. The **Finance Committee** shall have three voting members elected by a majority vote of this congregation at the annual meeting. Each shall serve a three-year term, beginning at midnight on August 31 in the year elected and ending at midnight on August 31 three years hence. Terms shall be staggered such that one Committee member is elected at each regular annual meeting of this congregation. The President-Elect, the Director of Finance and Treasurer, and the Development Director shall be ex officio, non-voting members of the Committee.

a. The Committee shall be accountable and report to the Council.
b. The Committee members shall be voting members of this congregation, 18 years of age or older.

c. Committee members may be re-elected for a second consecutive three-year term. After a voting member stops serving on the Committee for any reason, that person is ineligible to serve again on the Committee for two years after the expiration of their term.
d. The Committee shall be responsible for reviewing the results of an independent CPA firm's financial audit and the contents of the auditor's prepared management letter when such audits occur.

13.04. The **Endowment Committee** shall have nine voting members, elected by a majority vote of this congregation at the annual meeting. Each shall serve a three-year term, beginning at midnight on August 31 in the year elected and ending at midnight August 31 three years hence. Terms shall be staggered such that three Committee members are elected at each regular annual meeting of this congregation. Ex officio, non-voting members of the Committee shall include one Council Representative liaison appointed by the Council President, and the Development Director.

a. The Committee members shall be voting members of this congregation, 18 years of age or older.
b. No Committee member may serve more than two consecutive terms. After a lapse of two years, former Committee members may be re-elected. The A quorum of the Committee shall be six or more Committee members.

13.05. A **Call Committee** will be formed when a vacancy occurs in a position for which this congregation calls a rostered minister. The committee of six voting members shall be elected by the Congregational Council. Term of office will terminate upon installation of the newly called rostered minister.

13.06. Other committees of this congregation may be formed, as the need arises, by decision of the Congregational Council.

13.07. In addition to duties specified in this constitution and bylaws, a committee's duties and objectives shall be drafted into a charter approved by Council. Charters will be reviewed annually within each committee. Council may revise a committee charter when deemed necessary, or the committee may propose charter revisions to Council for approval.

13.08. The senior pastor and president of this congregation shall be *ex officio* members of all committees, task forces, and boards of this congregation and Council.

13.09. If for any reason an elected or appointed committee position is vacant, within 60 days of being notified the Council will appoint an interim member to the position for the remainder of the term. If more than half the designated term remains, the interim member will be eligible for election or appointment to one additional consecutive term on the committee. If less than half the designated term remains, the interim member will be eligible for election or appointment to two additional consecutive terms.

a. The only exception is the Executive Committee, wherein a vacancy in an Executive Officer position will follow the process outlined in 11.02.03.

Chapter 14. ORGANIZATIONS WITHIN THIS CONGREGATION

14.01. All organizations shall support the congregational mission and vision while reflecting the values of Roseville Lutheran Church. Each organization is subject to oversight by the Congregational Council, either directly or as assigned by Council through established committees. The Council has ultimate accountability for all organizational budgets, policies, and activities, and may require regular updates regarding an organization's activities, plans and needs.

14.02. Special interest groups, other than those of the official organizations of the Evangelical Lutheran Church in America, may be organized only after authorization has been given by the Congregational Council and specified in a continuing resolution.

14.03. Council may require an organization to submit for approval a charter defining the groups' duties and objectives. Charters will be reviewed annually within these organizations. Council may revise an

organizational charter when deemed necessary, or the organization may propose charter revisions to Council for approval.

14.04. Organizations—including the Council, all committees, and meetings of this congregation—may hold meetings in person, by live remote communications, or a hybrid thereof, including the use of telephone or video conference tools. Notice of all meetings may be provided electronically, to the extent permitted by state law.

14.03.01 Voting by proxy or by absentee ballot shall not be permitted.

14.03.02 Voting by written ballot or by electronic ballot is permitted.

Chapter 15. DISCIPLINE OF MEMBERS AND ADJUDICATION

***C5.01.** Persistent and public denial of the Christian faith, willful or criminal conduct grossly unbecoming a member of the Church of Christ, continual and intentional interference with the ministry of this congregation, or willful and repeated harassment or defamation of member(s) of this congregation is sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation and repentance will be attempted following Matthew 18:15–17, proceeding through these successive steps, as necessary: a) private counsel and admonition by the pastor, b) censure and admonition by the pastor in the presence of two or three witnesses, c) written referral of the matter by the Congregational Council to the vice president of the synod, who will refer it to a consultation panel drawn from the Consultation Committee of the synod, and d) written referral of the matter by the consultation panel to the Committee on Discipline of the synod. If, for any reason, the pastor is unable to administer the admonitions required by paragraphs a. and b. hereof, those steps may be performed by another pastor chosen by the Executive Committee of the Congregational Council.

***15.02.** The process for discipline of a member of this congregation shall be governed as prescribed by the chapter on discipline in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. If the counseling, censure, and admonitions pursuant to *C15.01. do not result in repentance and amendment of life, charges against the accused member(s) that are specific and in writing may be prepared by the Congregational Council, signed, and submitted to the vice president of the synod. The vice president shall select from the synod's Consultation Committee a panel of five members (three laypersons and two ministers of Word and Sacrament). A copy of the written charges shall be provided to the consultation panel and the accused member(s). The consultation panel, after requesting a written reply to the charges from the accused member(s), shall consider the matter and seek a resolution by means of investigation, consultation, mediation, or whatever other means may seem appropriate. The panel's efforts to reach a mutually agreeable resolution shall continue for no more than 45 days after the matter is submitted to it.

***15.03.** If the consultation panel fails to resolve the matter, that panel shall refer the case in writing, including the written charges and the accused member's reply, to the Committee on Discipline of the synod for a hearing. A copy of the panel's written referral shall be delivered to the vice president of the synod, the Congregational Council, and the accused member(s) at the same time it is sent to the Committee on Discipline of the synod. The Executive Committee of the Synod Council shall then select six members from the Committee on Discipline to decide the case and shall appoint a member of the Synod Council to preside as nonvoting chair. Those six members, plus the nonvoting chair, comprise the discipline hearing panel for deciding the case. The Congregational Council and the accused member(s) are the parties to the case.

***15.04.** The discipline hearing panel shall commence and conduct the disciplinary hearing in accordance with the provisions governing discipline of congregation members prescribed in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America.*

***15.05.** By the vote of at least two-thirds of the members of the discipline hearing panel who are present and voting, one of the following disciplinary sanctions can be imposed:

a. suspension from the privileges of congregation membership for a designated period of time;
b. suspension from the privileges of congregation membership until the pastor and Congregational Council receive evidence, satisfactory to them, of repentance and amendment of life;
c. termination of membership in this congregation; or
d. termination of membership in this congregation and exclusion from the church property and from all congregation activities.

***15.06.** The written decision of the discipline hearing panel shall be sent to the vice president of the synod, the accused member(s), and the Congregational Council as required by the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. The decision of the discipline hearing panel shall be implemented by the Congregational Council and recorded in the minutes of the next council meeting.

***15.07.** No member of this congregation shall be subject to discipline a second time for offenses that a discipline hearing panel has heard previously and decided pursuant to this chapter.

***15.10. Adjudication**

***15.11.** When there is disagreement between or among factions within this congregation on a substantive issue which cannot be resolved by the parties, members of this congregation may petition the synod bishop for consultation after informing the president of this congregation of their intent to do so. The synod bishop shall seek a timely resolution of the dispute. If the issue relates directly to the pastor, the bishop may begin the process in †S14.18.d. In all other matters, if the bishop's consultation fails to resolve the issue, the bishop shall refer the matter to the Consultation Committee of the synod, which shall undertake efforts to find an appropriate solution. If the Consultation Committee's efforts fail to resolve the dispute, the entire matter shall be referred to the Synod Council for adjudication by whatever process the Council deems necessary. The Synod Council's decision shall be final.

Chapter 16. AMENDMENTS

***16.01.** Unless provision *16.04. is applicable, those sections of this constitution that are not required, in accord with the *Model Constitution for Congregations of the Evangelical Lutheran Church in America*, may be amended in the following manner. Amendments may be proposed by at least 50 voting members or by the Congregational Council. Proposals must be filed in writing with the Congregational Council 60 days before formal consideration by this congregation at a regular or special Congregational Meeting called for that purpose. The Congregational Council shall notify this congregation's members of the proposal together with the council's recommendations at least 30 days in advance of the meeting. Notification may take place by mail or electronic means, as permitted by state law.

***16.02.** An amendment to this constitution, proposed under *16.01., shall:

a. be approved at any legally called meeting of this congregation by a majority vote of those voting members present and voting;
b. be ratified without change at the next regular meeting of this congregation held pursuant to 10.01 by a two-thirds vote of those voting members present and voting; and
c. have the effective date included in the resolution[2] and noted in the constitution.

***16.03.** Any amendments to this constitution that result from the processes provided in *16.01. and *16.02. shall be sent by the secretary of this congregation to the synod. The synod shall notify this congregation of its decision to approve or disapprove the proposed changes; the changes shall go into effect upon notification that the synod has approved them.

***16.04.** This constitution may be amended to bring any section into conformity with a section or sections, either required or not required, of the *Model Constitution for Congregations of the Evangelical Lutheran Church in America* as most recently amended by the Churchwide Assembly. Such amendments may be approved by a majority vote of those voting members present and voting at any legally called meeting of this congregation without presentation at a prior meeting of this congregation, provided that the

Congregational Council has submitted by mail or electronic means, as permitted by state law, notice to this congregation of such an amendment or amendments, together with the council's recommendations, at least 30 days prior to the meeting. Upon the request of at least two voting members of this congregation, the Congregational Council shall submit such notice. Following the adoption of an amendment, the secretary of this congregation shall submit a copy thereof to the synod. Such provisions shall become effective immediately following a vote of approval.

Chapter 17. BYLAWS

***17.01.** This congregation may adopt bylaws. No bylaw may conflict with this constitution.

***17.02.** Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a two-thirds vote of those voting members present and voting.

***17.03.** Changes to the bylaws may be proposed by any voting member, provided that such additions or amendments be submitted in writing to the Congregational Council at least 60 days before a regular or special Congregational Meeting called for that purpose. The Congregational Council shall notify this congregation's members of the proposal with the council's recommendations at least 30 days in advance of the Congregational Meeting. Notification may take place by mail or electronic means, as permitted by state law.

***17.04.** Adopted or amended bylaws shall be sent by the secretary of this congregation to the synod.

Chapter 18. CONTINUING RESOLUTIONS

***18.01.** This congregation in a legally called meeting or the Congregational Council may enact continuing resolutions. Such continuing resolutions may not conflict with the constitution or bylaws of this congregation.

***18.02.** Continuing resolutions shall be enacted or amended by a majority vote of a meeting of this congregation or a two-thirds vote of all voting members of the Congregational Council.

***18.03.** Adopted or amended continuing resolutions shall be sent by the secretary of this congregation to the synod.

Chapter 19. INDEMNIFICATION

***19.01.** Consistent with the provisions of the laws under which this congregation is incorporated, this congregation may adopt provisions providing indemnification for each person who, by reason of the fact that such person is or was a Congregational Council member, officer, employee, agent, or other member of any committee of this congregation, was or is threatened to be made a party to any threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding.

Chapter 20. PARISH AUTHORIZATION

[Required provisions when congregation is part of a parish]*

***20.01.** This congregation may unite with one or more other congregations recognized by the synod named in *6.01. to form a parish. Except as provided in *20.02. and *20.03., a written agreement, developed in consultation with the synod and approved by the voting members of each congregation participating in the parish, shall specify the powers and responsibilities that have been delegated to the Parish Council. The Parish Agreement shall identify which congregation of the parish issues calls on behalf of the member congregations or shall establish a process for identifying which congregation issues calls on behalf of the member congregations.

***20.02.** One congregation of a parish shall issue a call on behalf of the member congregations to a minister of Word and Sacrament or a candidate for the roster of Ministers of Word and Sacrament who has been recommended by the synod bishop to serve the congregations of the parish. Such a call shall be approved prior to issuance by a two-thirds vote at a congregational meeting of each congregation forming the parish. If any congregation of the parish should fail to approve the call, the other congregations of the parish shall have the right to terminate the parish agreement.

***20.03.** One congregation of a parish may issue a call on behalf of the member congregations to a minister of Word and Service or a candidate for the roster of Ministers of Word and Service who has been recommended by the synod bishop to serve the congregations of the parish. Such a call shall be approved prior to issuance by a two-thirds vote at a congregational meeting of each congregation forming the parish. If any congregation of the parish should fail to approve the call, the other congregations of the parish shall have the right to terminate the parish agreement.

***20.04.** Any one of the congregations of the parish may terminate their relationship with the pastor as provided in †S14.18.d. of the synod constitution of the synod named in *6.01. In such case, the other congregation(s) of the same parish shall have the right to terminate the parish agreement.

***20.05.** Any one of the congregations of the parish may terminate their relationship with a minister of Word and Service as provided in †S14.43.d. of the synod constitution of the synod named in *6.01. In such case, the other congregation(s) of the same parish shall have the right to terminate the parish agreement.

***20.06.** Whenever a parish agreement is terminated, the call of any rostered minister serving that parish is terminated. Should any congregation that was formerly part of the parish agreement desire to issue a new call to that rostered minister, it may do so in accordance with the call process of this church.

Appendix to RLC Constitution

A note on codification

The constitution is organized into chapters by general subject matter and divided into provisions and bylaws relevant to each chapter. Each section is preceded by a code identifying chapter and provision numerically, with periods separating each number. Each bylaw appears beneath a relevant provision (rather than all bylaws being organized in a separate document). Bylaws are coded by adding a third pair of digits to the appropriate provisional code. Examples:

- **5.02.** indicates chapter five, provision two.
- **13.01.01** indicates chapter 13, provision one, bylaw one.

Continuing resolutions are intended to provide descriptions of operational patterns and practices or of the ongoing responsibilities of committees or other units within the organizational structure of the congregation. Currently, there are no continuing resolutions in this constitution. However, should a resolution be adopted as prescribed in Chapter 18, each will follow the relevant provision to which it refers. Continuing resolutions are similarly codified as above, except that the third set of numbers is preceded by a capital letter. Thus, a continuing resolution describing congregational committees in Chapter 13 might be numbered 13.07.A21, where "A" indicates the first such resolution under provision 7, and the last two digits of the year adopted.

*Required provisions

Section codes preceded by an "*" are prescribed by the ELCA in the *Model Constitution for Congregations*. Amendments to these sections will require review and approval of the St. Paul Area Synod and the ELCA prior to presentation for congregational approval.